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March 2, 1987

#2
765810
RECORDATION NO. 765810 Filed & Recorded

MAR 3 1987 12-4 0 PM

INTERSTATE COMMERCE COMMISSION

Interstate Commerce Commission
Twelfth and Constitution Avenues
Washington, D. C. 20423

FEDERAL EXPRESS

Attention: Mrs. Mildred Lee
Room 2303

Gentlemen:

With respect to the railcars identified therein, enclosed herewith for filing please find an original and one copy of a Discharge and Release of Lien as of January 1, 1986 executed by First Security Bank of Utah, as agent, partially releasing a Conditional Sale Agreement dated as of July 1, 1974 between Pullman Incorporated, as vendor, and American Security and Trust Company, as vendee, recorded on September 27, 1974 at recordation No. 7658; and Agreement and Assignment from Pullman Incorporated, as assignor, to First Security Bank of Utah, as assignee, dated as of July 14, 1974 recorded on October 17, 1974 at recordation No. 7658-A, relating to the aforesaid Conditional Sale Agreement.

This Discharge and Release is filed as part of a series and the fee has been paid.

We appreciate your courtesy and cooperation in this matter.

Very truly yours,

TREMBATH, McCABE, SCHWARTZ, EVANS & LEVY
A Professional Law Corporation


JAMES N. DAWE

JND/lls
enclosures

Interstate Commerce Commission
Washington, D.C. 20423

3/4/87

OFFICE OF THE SECRETARY

James N. Dawe
Trembath, McCabe, Schwartz, Evans & Levy
One Corporate Center
1320 Willow Pass Road, Suite 500
P.O. Box 27607
Concord, Calif. 94527-0607

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/3/87 at 12:40pm, and assigned re-recording number(s). 7658-C

Sincerely yours,

Noreta K. McGee
Secretary

Enclosure(s)

MAR 8 1987 12:40 PM

DISCHARGE AND RELEASE OF LIEN INTERSTATE COMMERCE COMMISSION

This Discharge and Release of Lien is executed as of January 1, 1986 by First Security Bank of Utah, N.A., acting not individually but solely as Agent under a Finance Agreement dated as of July 1, 1974 between itself, North American Corporation, and others (in such capacity, the "Lienholder") with respect to the covered hopper railcars described in Exhibit A hereto (the "Cars").

North American Car Corporation as Vendor, and American Security and Trust Company (now known as American Security Bank), as trustee for Borg-Warner Equities Corporation (the "Trustee") as Vendee, are parties to a certain Conditional Sale Agreement dated as of July 1, 1974, and recorded on August 8, 1974 with the Interstate Commerce Commission (the "ICC") on October 4, 1974 at recordation number 7667. Lienholder is the assignee of the Vendor under an Agreement and Assignment dated as of July 1, 1974, recorded on October 9, 1974 with the ICC at recordation number 7667-A, relating to the Conditional Sale Agreement.

Pullman Incorporated (Pullman-Standard Division), as Vendor, and the Trustee, as Vendee, are parties to a certain Conditional Sale Agreement dated as of July 1, 1974, and recorded with the ICC on September 27, 1974, at recordation number 7658. Lienholder is the assignee of the Vendor under an Agreement and Assignment dated as of July 1, 1974 and recorded with the ICC on October 17, 1974 at recordation number 7658-A, relating to the Conditional Sale Agreement.

Lienholder hereby acknowledges that it no longer has any interest, claim or rights in or to the Cars, and hereby fully discharges and releases any lien on the Cars that it may have by virtue of the Conditional Sale Agreements set forth above, each Agreement and Assignment set forth above, all as may have been amended at any time, or otherwise.

IN WITNESS WHEREOF, the undersigned has executed this instrument as of the date first set forth above.

FIRST SECURITY BANK OF UTAH, N.A.,
AS AGENT

By: Val T. Orton

Val T. Orton
Corporate Trust Counsel and
Trust Officer

[BW]

EXHIBIT "A"
to Discharge and Release of Lien

Those 100-ton covered hopper cars bearing the following
road numbers:

NAHX 056660	NAHX 056626	NAHX 056394	NAHX 046904
NAHX 056663	NAHX 056627	NAHX 056433	NAHX 046905
NAHX 056672	NAHX 056628	NAHX 056743	NAHX 046906
NAHX 056737	NAHX 056629	NAHX 056426	NAHX 046907
NAHX 056740	NAHX 056630	NAHX 056430	NAHX 046908
NAHX 056744	NAHX 056631	NAHX 056437	NAHX 046912
NAHX 478757	NAHX 056632	NAHX 056662	NAHX 046914
NAHX 478758	NAHX 056633	NAHX 056664	NAHX 046919
NAHX 478759	NAHX 056388	NAHX 056674	NAHX 046920
NAHX 478763	NAHX 478764	NAHX 478755	NAHX 056387
NAHX 478765	NAHX 478771	NAHX 478761	NAHX 056392
NAHX 478766	NAHX 478772	NAHX 800554	NAHX 056393
NAHX 478768	NAHX 800612	NAHX 056436	NAHX 056396
NAHX 478769	NAHX 056431	NAHX 478760	NAHX 056397
NAHX 478770	NAHX 056659	NAHX 056746	NAHX 056398
NAHX 478773	NAHX 056647	NAHX 800932	NAHX 056399
NAHX 800663	NAHX 800582	NAHX 056386	NAHX 056400
NAHX 800695	NAHX 056385	NAHX 056650	NAHX 056401
NAHX 800929	NAHX 056742	NAHX 056655	NAHX 056402
NAHX 800930	NAHX 056412	NAHX 056736	NAHX 056403
NAHX 800931	NAHX 056414	NAHX 056390	NAHX 056404
NAHX 478762	NAHX 056415	NAHX 056464	NAHX 056405
NAHX 478774	NAHX 056420	NAHX 046901	NAHX 056406
NAHX 056391	NAHX 056421	NAHX 046902	NAHX 056407
NAHX 046917	NAHX 056423	NAHX 056389	NAHX 056408
NAHX 046918	NAHX 056425	NAHX 056395	NAHX 056409
NAHX 800550	NAHX 056444	NAHX 056435	NAHX 056410
NAHX 800615	NAHX 056673	NAHX 056439	NAHX 056411
NAHX 056447	NAHX 056747	NAHX 056440	NAHX 056416
NAHX 056600	NAHX 800611	NAHX 056441	NAHX 056417
NAHX 056601	NAHX 056460	NAHX 056442	NAHX 056418
NAHX 056602	NAHX 056478	NAHX 056445	NAHX 056422
NAHX 056603	NAHX 056479	NAHX 056471	NAHX 056424
NAHX 056604	NAHX 056482	NAHX 056474	NAHX 056427
NAHX 056605	NAHX 056483	NAHX 056670	NAHX 056428
NAHX 056606	NAHX 058170	NAHX 056735	NAHX 056432
NAHX 056607	NAHX 058192	NAHX 056738	NAHX 056434
NAHX 056608	NAHX 058193	NAHX 056739	NAHX 056438
NAHX 056609	NAHX 058194	NAHX 056741	NAHX 056446
NAHX 056610	NAHX 058195	NAHX 056745	NAHX 056449
NAHX 056612	NAHX 058196	NAHX 056748	NAHX 056450
NAHX 056613	NAHX 058197	NAHX 056749	NAHX 056452
NAHX 056614	NAHX 058198	NAHX 478756	NAHX 056454
NAHX 056615	NAHX 058199	NAHX 478767	NAHX 056456
NAHX 056616	NAHX 058202	NAHX 800512	NAHX 056459
NAHX 056617	NAHX 058211	NAHX 800628	NAHX 056465
NAHX 056618	NAHX 058212	NAHX 800552	NAHX 056470
NAHX 056619	NAHX 046903	NAHX 800585	NAHX 056480
NAHX 056620	NAHX 046909		NAHX 056635
NAHX 056621	NAHX 046910		NAHX 056642
NAHX 056622	NAHX 046911		NAHX 056649
NAHX 056623	NAHX 046913		NAHX 056651
NAHX 056624	NAHX 046915		NAHX 056652
NAHX 056625	NAHX 800673		NAHX 056653
			NAHX 46931
			NAHX 46932
			NAHX 46933
			NAHX 46934

STATE OF UTAH :
: ss.
COUNTY OF SALT LAKE :

On this 20 day of February, 1987, before me, the undersigned officer, a Notary Public in and for the State and County set forth above, duly commissioned and sworn, personally appeared Val T. Orton, known to me to be a Corporate Trust Officer of the corporation that executed the within instrument, and acknowledged to me that he executed the said instrument by signing the name of the corporation by himself as such officer, that he did so by authority of such corporation, and that said instrument may be recorded as the free act and deed of such corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

[SEAL]

Sandra A. Gibson
Notary Public